

MINUTES

**California Pollution Control Financing Authority
915 Capitol Mall, Room 587
Sacramento, California
October 15, 2013**

1. CALL TO ORDER & ROLL CALL

Michael Paparian, Chairperson, called the California Pollution Control Financing Authority (CPCFA or Authority) meeting to order at 10:36 a.m.

Members Present: Michael Paparian for Bill Lockyer, State Treasurer
Alan Gordon for John Chiang, State Controller
Eraina Ortega for Michael Cohen, Director of Finance

Staff Present: Reneé Webster-Hawkins, Executive Director
Sherri Kay Wahl, Deputy Executive Director

Quorum: The Chairperson declared a quorum

2. MINUTES

Mr. Paparian asked if there were any questions or comments concerning the September 17, 2013 meeting minutes. There were none.

Mr. Gordon moved approval of the minutes; upon a second, the minutes were unanimously approved.

3. EXECUTIVE DIRECTOR'S REPORT

Ms. Webster-Hawkins first reported on two pieces of legislation that were signed into law since the last Board Meeting.

The first piece of legislation was Senate Bill (SB) 359, which allocates funding for the continuation of the Air Resources Board (ARB) Truck Loan Program. She stated that CPCFA will bring a new Interagency Agreement to the Board in November, which will extend the contract term and amount, enabling CPCFA to increase the volume of loans to single owner operators and small fleets under ARB's regulatory authority.

The second piece of legislation reported on was Assembly Bill (AB) 850, which provides the Authority review responsibilities over rate reduction bonds. CPCFA will be bringing to the Board emergency regulations to help establish that responsibility.

Ms. Webster-Hawkins then reported on transactions under her delegated authority. She explained that there had only been one item since the last Board meeting, a Bond item regarding the redemption of bonds, Series 1993A and 1996A, relative to the San Diego Gas and Electric transaction. The redemption was signed on September 24, 2013; included in that transaction was a certificate and an order of the Authority.

4. BUSINESS ITEMS

A. APPROVAL OF 2014 MEETING CALENDAR

Presented by: Reneé Webster-Hawkins, Executive Director

Ms. Webster-Hawkins explained that staff had proposed monthly meetings as has been the tradition for the Authority on the third Tuesday of the month.

Mr. Gordon moved approval of the item. There was a second.

Mr. Paparian asked if there were any questions or comments from the public. There were none. The item was unanimously approved.

B. REQUEST TO APPROVE FINAL RESOLUTION AUTHORIZING THE ISSUANCE OF REVENUE BONDS AND TAX-EXEMPT VOLUME CAP ALLOCATION

Zerep Management Corporation

This item was withdrawn from the agenda.

C. REQUEST TO APPROVE AMENDMENTS TO FINAL RESOLUTION AUTHORIZING THE ISSUANCE OF REVENUE BONDS AND TAX-EXEMPT VOLUME CAP ALLOCATION

GreenWaste Recovery, Inc., Zanker Road Resource Management, Ltd., Zero Waste Energy Development Company LLC

Staff recommended that the Board agree to adjourn the item and continue hearing the item at a date later in the week. Just before the Board Meeting, staff received additional comments from the applicants and lenders involved in the deal, and would like to fully review the comments and present their recommendations to the Board. Staff requested at least 48 additional hours to review the new information.

Mr. Paparian consulted General Counsel Mark Paxson who explained the proper procedure, following the next business item, for adjourning the meeting to hear this item at a specific date and time later in the week.

D. REQUEST FOR APPROVAL OF INTERAGENCY AGREEMENT WITH THE STATE TREASURER'S OFFICE FOR SUPPORT PROVIDED BY THE STATE TREASURER'S EXECUTIVE OFFICE, ADMINISTRATION DIVISION, AND INFORMATION SYSTEMS IN THE AMOUNT OF \$413,210

Staff requested the Authority's approval of the Fiscal Year 2013/2014 Interagency Agreement with the State Treasurer's Office (STO) to provide administrative support to the Authority in the amount of \$413,210.

Mr. Gordon moved approval of the Interagency Agreement. There was a second.

Mr. Paparian asked if there were any comments from the public. There were none. The item was unanimously approved.

CONTINUATION OF AGENDA ITEM 4.C.

Ms. Webster-Hawkins recommended for purposes of item 4.C. that the Board reconvene on Friday, October 18, 2013 at 11:00 a.m. in the same room, should the Board agree to adjourn the meeting.

Mr. Paparian asked if anyone present was expecting to make public comment on the agenda item at that time. There was none.

Mr. Paparian asked if there was a motion to reconvene the meeting on Friday, October 18, 2013 at 11:00 a.m. in the same room.

Mr. Gordon moved to continue the meeting until Friday, October 18, 2013, at 11:00 a.m. in the same room. There was a second.

Mr. Paparian asked if there were any comments from the public. There were none. The continuation was unanimously approved.

6. ADJOURNED

There being no further business at this time, nor public comments or concerns, the meeting was adjourned at 10:43 a.m. to be reconvened at 11:00 a.m. on Friday, October 18, 2013.

7. RECONVENEMENT

The meeting reconvened on Friday, October 18, 2013 at 11:00 a.m. at 915 Capitol Mall, Room 587, Sacramento, California.

8. CALL TO ORDER & ROLL CALL

Michael Paparian, Chairperson, called the California Pollution Control Financing Authority (CPCFA or Authority) meeting to order at 11:00 a.m.

Agenda Item 2.

Members Present: Michael Paparian for Bill Lockyer, State Treasurer
Julio Martinez for John Chiang, State Controller
Eraina Ortega for Michael Cohen, Director of Finance

Staff Present: Sherri Kay Wahl, Deputy Executive Director

9. CONTINUATION OF AGENDA ITEM 4.C.

Presented by: Mario Wong, Staff Services Analyst

Staff introduced Tony Cone, Westhoff, Cone & Holmstedt

Staff requested an amendment to Final Resolution No. 532 and an amendment to Volume Cap Resolution No. 10-98-02 to modify the structure of the financing, specifically regarding the group of banks that would purchase the notes to be issued. The amendments changed certain terms of the revenue notes so that all three banks will act as lenders and private placement purchasers while the administrative agent will remain the same. Staff recommended approval of the amendment to Final Resolution No. 532 and the amendment to Volume Cap Allocation Resolution No. 10-98-02 to modify the structure of the financing for GreenWaste Recovery, Inc.; Zanker Road Resource Management, Ltd.; Zero Waste Energy Development Company LLC and/or their affiliates.

Mr. Paparian thanked the Board and staff for reconvening and acknowledged that there were last minute adjustments to documents that needed to be made.

Mr. Paparian asked if there were any questions or comments from the Board, or the public. There were none.

Mr. Paparian asked if there was a motion.

Ms. Ortega moved approval of the item; upon a second, the item was unanimously approved.

10. PUBLIC COMMENT

Mr. Paparian asked if there were any comments from the public. There were none.

11. ADJOURNMENT

There being no further business, public comments, or concerns, the meeting adjourned at 11:03 a.m.

Respectfully submitted,

Reneé Webster-Hawkins
Executive Director